

Judge Pauley

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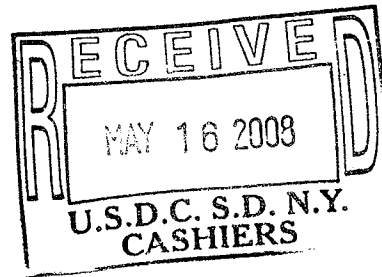
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Attorneys for Plaintiff Croomstacular Music Publishing, Inc.

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

CROOMSTACULAR MUSIC
PUBLISHING, INC.

Plaintiff,

v.

ELEMENT 9 RECORDINGS, LLC,
d/b/a ELEMENT 9 HIP HOP,
MINDER MUSIC, INC. d/b/a
TAKING CARE OF BUSINESS
MUSIC, and STUART PFLAUM,
Individually.

Defendants.

Case No.:

COMPLAINT

Plaintiff Croomstacular Music Publishing, Inc. ("Plaintiff") states the following for its Complaint against Defendants Element 9 Recordings, LLC d/b/a Element 9 Hip Hop, Minder

Music, Inc. d/b/a Taking Care of Business Music, and Stuart Pflaum, individually (“Defendants”).

SUBSTANCE OF THE ACTION

1. This is an action for false designation of origin and false advertising arising under Section 43(a) of the Lanham Act, 15 U.S.C. § 1125(a), for slander of title, unjust enrichment and unfair competition arising under the common law and the laws of the State of New York, and for deceptive trade practices under New York General Business Law § 349.

THE PARTIES

2. Plaintiff Croomstacular Music Publishing, Inc. is a Georgia corporation with a principal place of business at 2818 East Point Street, Suite 2C, East Point, Georgia 30344.

3. On information and belief, Defendant Element 9 Recordings, LLC d/b/a Element 9 Hip Hop (“Element 9”) is an Ohio limited liability company with a principal place of business at 460 Second Avenue, Suite 8F, New York, New York 10016. On information and belief, Element 9’s registered agent, Stuart Pflaum, may be served at 460 Second Avenue, Suite 8F, New York, New York 10016.

4. On information and belief, Defendant Minder Music, Inc. d/b/a Taking Care of Business Music (“Minder Music”) is a California corporation with a principal place of business at 8295 Sunset Boulevard, Los Angeles, California 90046. On information and belief, Minder Music’s registered agent, Cathryn Elisabeth Fogarty, may be served at 8295 Sunset Boulevard, Los Angeles, California 90046.

5. On information and belief, Defendant Stuart Pflaum is an individual residing in New York, New York. On information and belief, Defendant Stuart Pflaum may be served at 460 Second Avenue, Suite 8F, New York, New York 10016. On information and belief,

Defendant Stuart Pflaum is the owner of Defendant Element 9 Recordings, LLC with primary responsibility for the operation and management of the company. On information and belief, Defendant Stuart Pflaum has the right and ability to supervise the activities of Defendant Element 9 Recordings, LLC and has a direct financial interest in the company.

JURISDICTION AND VENUE

6. This Court has subject matter jurisdiction over this dispute under 28 U.S.C. §§ 1331 and 1338. This Court also has jurisdiction under 28 U.S.C. § 1332(a), in that the amount in controversy exceeds \$75,000 and this action is between citizens of different states. The Court has supplemental jurisdiction over Plaintiff's state law claims under 28 U.S.C. § 1367.

7. This Court has personal jurisdiction over Defendants because Defendants do business in New York and a substantial part of the events giving rise to the claims occurred in New York.

8. Venue is proper in this Court pursuant to 28 U.S.C. §§ 1391 because a substantial part of the events giving rise to the claims occurred in this District and Defendants or their agents may be found in this District.

FACTS

9. DeAndre Way p/k/a Soulja Boy Tellem is a hip-hop artist from Atlanta, Georgia whose song "Crank That (Soulja Boy)" received a Grammy nomination for Best Rap Song after holding the #1 position on Billboard's Hot 100 list for seven weeks in 2007. Mr. Way's debut album Souljaboytellem.com, which was released by ColliPark Music in October 2007, has already surpassed gold certification by selling more than 873,700 copies to date.

10. Mr. Way composed, in whole or in part, the words and music for all of the musical compositions featured on the Souljaboytellem.com album (the "Compositions").

11. Mr. Way transferred fifty percent (50%) of his interest in the Compositions by way of agreements dated May 15, 2007 and December 15, 2007. The May 15, 2007 agreement was between Mr. Way and Young Mogul Entertainment, Inc. Young Mogul subsequently transferred this interest to a related company, ColliPark Music, Inc., which does business as ColliPark Music Publishing, and in an agreement dated December 13, 2007, ColliPark Music, Inc. conveyed its rights to Plaintiff. The December 15, 2007 agreement was between Mr. Way and Plaintiff.

12. In or around November 2007, it became apparent that unrelated publishing companies, Element 9 and Element 9's administrator Minder Music, were asserting ownership rights to the Compositions. For example, at the time, "Crank That (Soulja Boy)" was registered with the American Society of Composers, Authors, and Publishers ("ASCAP") and Element 9 was claiming a one-half interest. *See* Exhibit 1. On information and belief, Mr. Way has not signed any publishing agreement with Element 9, Minder Music, or any affiliated publishing entity; hence, Defendants do not have a valid copyright interest in the Compositions. On information and belief, ASCAP de-listed "Crank That (Soulja Boy)" from its song catalog due to Defendants' failure to supply adequate proof that they owned rights to the song.

13. In December 2007, Plaintiff was approached by CBS about the possibility of licensing "Crank That (Soulja Boy)" for use in a television show, "Cane." In or around the same time, Plaintiff learned that Defendant Element 9 also was attempting to issue a license to CBS for use of the song "Crank That (Soulja Boy)." On information and belief, because Defendants falsely asserted that they owned the copyright interest to "Crank That (Soulja Boy)" and that Plaintiff did not, CBS opted not to enter into the license agreement with either party.

14. The Compositions are currently listed with Broadcast Music, Inc. ("BMI"). Element 9 and/or Minder Music are currently listed as the publisher for all but one of the Compositions. *See* Exhibit 2. Upon information and belief, Defendants Element 9, Minder Music and/or Pflaum registered thirteen of the Compositions with BMI without right or authority to do so, and with the intention of denying Plaintiff its own rightful registrations and the publishing royalties attendant thereto. As a result of Defendants' fraudulent registrations, Plaintiff has only been able to register one of the Compositions, "Crank That (Soulja Boy)," with BMI. BMI has informed Plaintiff that it believes that "Crank That (Soulja Boy)" was registered by Plaintiff in error.

15. Consistent with Plaintiff's claim of ownership in the Compositions, Plaintiff has submitted copyright applications for all but one of the Compositions to the U.S. Copyright Office.

16. Plaintiff has requested that Defendants provide documents that support their purported ownership claims, but Defendants and their counsel have refused. Plaintiff has also sent several requests to BMI to obtain a copy of any documentation that purports to convey copyrights in the Compositions to Defendants, but BMI's policy does not permit them to provide such documents unless the claimant provides consent.

17. Defendants' ongoing false assertions regarding an ownership interest in the Compositions is preventing Plaintiff from exercising its valid rights as the co-owner of copyright in the Compositions. Among other things, Plaintiff has been deprived licensing opportunities and payment of BMI royalties as a direct and proximate result of Defendants' false claims of ownership.

**FIRST CLAIM FOR RELIEF FOR
FALSE DESIGNATION OF ORIGIN UNDER SECTION 43(a) OF THE LANHAM ACT**

18. Plaintiff repeats and re-alleges each and every allegation set forth in paragraphs 1 through 17 above, and incorporates them herein by reference.

19. Defendants have made false representations in interstate commerce that they own a copyright interest in and have a right to license the Compositions.

20. Defendants' representations in connection with the sale, offering for sale, distribution, and advertising of goods and services constitutes a false designation of origin that is likely to cause confusion, or to cause mistake, or to deceive as to the affiliation, connection, or association, or as to the origin, sponsorship, or approval of their goods, services, or commercial activities, in violation of Section 43(a)(1)(A) of the Lanham Act, 15 U.S.C. § 1125(a)(1)(A).

21. As a result of Defendants' false representations, Plaintiff continues to suffer irreparable harm to its reputation and goodwill, and thus, Plaintiff is entitled to injunctive relief, pursuant to Section 34 of the Lanham Act, 15 U.S.C. § 1116. Plaintiff is also entitled to recover from Defendants the damages it has sustained and will sustain, and any profits obtained by Defendants as a result of or attributable to the false representations, pursuant to Section 35(a) of the Lanham Act, 15 U.S.C. § 1117(a). At present, the amount of such damages and profits cannot be fully ascertained by Plaintiff.

22. In light of Defendants' bad faith in making the false representations, Plaintiff is also entitled to recover attorneys' fees and enhanced profits and damages, pursuant to Section 35 of the Lanham Act, 15 U.S.C. § 1117.

**SECOND CLAIM FOR RELIEF FOR
FALSE ADVERTISING UNDER SECTION 43(a) OF THE LANHAM ACT**

23. Plaintiff repeats and re-alleges each and every allegation set forth in paragraphs 1 through 22 above, and incorporates them herein by reference.

24. Defendants have made false representations in commercial advertising or promotion, including in BMI's online database and, on information and belief, elsewhere, that they own a copyright interest in and have a right to license the Compositions.

25. Defendants' false and misleading representations of fact in interstate commerce are misrepresenting the nature, characteristics, and qualities of their goods, services, and commercial activities, in violation of Section 43(a)(1)(B) of the Lanham Act, 15 U.S.C. § 1125(a)(1)(B).

26. As a result of Defendants' false representations, Plaintiff continues to suffer irreparable harm to its reputation and goodwill, and thus, Plaintiff is entitled to injunctive relief, pursuant to Section 34 of the Lanham Act, 15 U.S.C. § 1116. Plaintiff is also entitled to recover from Defendants the damages it has sustained and will sustain, and any profits obtained by Defendants as a result of or attributable to the false representations, pursuant to Section 35(a) of the Lanham Act, 15 U.S.C. § 1117(a). At present, the amount of such damages and profits cannot be fully ascertained by Plaintiff.

27. In light of Defendants' bad faith in making the false representations, Plaintiff is also entitled to recover attorneys' fees and enhanced profits and damages, pursuant to Section 35 of the Lanham Act, 15 U.S.C. § 1117.

**THIRD CLAIM FOR RELIEF FOR
SLANDER OF TITLE**

28. Plaintiff repeats and re-alleges each and every allegation set forth in paragraphs 1 through 27 above, and incorporates them herein by reference.

29. Plaintiff is the owner of fifty percent (50%) of Mr. Way's copyright interest in the Compositions ("Plaintiff's Copyright Interest").

30. Defendants, maliciously and without cause, have cast doubt upon the validity of Plaintiff's Copyright Interest by asserting to various entities, including but not limited to CBS, ASCAP and BMI, that Defendants are the true owners of Plaintiff's Copyright Interest.

31. The above-mentioned assertions were false. Defendants made these assertions with knowledge of their falsity or reckless disregard for the truth, and in a manner reasonably calculated to cause harm.

32. Defendant's false assertions have caused Plaintiff to incur special damages.

33. As a direct and proximate result of Defendant's false assertions, Plaintiff lost an opportunity to license the song "Crank That (Soulja Boy)" to CBS and to receive associated licensing revenue. At present, the amount of such revenue cannot be fully ascertained by Plaintiff. Information as to the exact amount of revenue lost to Plaintiff is contained within information exclusively available to Defendants and/or third parties, and will be determined through the discovery process and/or at trial.

34. As a further direct and proximate result of Defendant's false assertions, neither ASCAP nor BMI will register Plaintiff's true and correct interest in the Compositions, denying Plaintiff the licensing revenue it would otherwise receive. At present, the amount of such revenue cannot be fully ascertained by Plaintiff. Information as to the exact amount of revenue

lost to Plaintiff is contained within information exclusively available to Defendants and/or third parties, and will be determined through the discovery process and/or at trial.

35. On the basis of the foregoing, Plaintiff is entitled to recover damages in an amount to be determined at trial, plus applicable interest, costs, and such other relief as the Court may deem just and proper.

**FOURTH CLAIM FOR RELIEF FOR
UNJUST ENRICHMENT**

36. Plaintiff repeats and re-alleges each and every allegation set forth in paragraphs 1 through 35 above, and incorporates them herein by reference.

37. Defendants have received and retained substantial gains, advantages and benefits by creating the false impression that they are the owners of Plaintiff's Copyright Interest.

38. It is inequitable and unjust for Defendants to retain those gains, advantages and benefits.

39. Defendants have enriched themselves at Plaintiff's expense, and to Plaintiff's detriment.

40. To the extent Defendants have falsely registered Plaintiff's Copyright Interest as their own with ASCAP and/or BMI, or falsely represented to other entities that Defendants are the true owners of Plaintiff's Copyright Interest, Defendants have received a benefit rightfully belonging to Plaintiff.

41. To the extent Defendants have received licensing revenue or other financial remuneration in connection with their exploitation of the false registrations and representations described above, Defendants have retained such benefit without adequately compensating Plaintiff.

42. Defendants should not in equity and good conscience be permitted to retain the benefit rightfully belonging to Plaintiff.

43. As a result of the retention of such benefit, Defendants have been unjustly enriched and are jointly and severally liable to Plaintiff.

44. As the direct and proximate result of the unjust enrichment of Defendants, Plaintiff has incurred damages in an amount to be determined at trial, plus applicable interest, attorneys' fees and costs, and such other relief as the Court may deem just and proper.

**FIFTH CLAIM FOR RELIEF FOR
COMMON LAW UNFAIR COMPETITION**

45. Plaintiff repeats and re-alleges each and every allegation set forth in paragraphs 1 through 44 above, and incorporates them herein by reference.

46. Defendants have made false representations in commercial advertising or promotion, including in BMI's online database and, on information and belief, elsewhere, that they own a copyright interest in and have a right to license the Compositions.

47. Defendants' misrepresentations of fact constitute a false designation of origin and a false description or representation that Plaintiff's Copyright Interest is owned by, or is offered, sponsored, authorized, licensed by or otherwise somehow connected with Defendants, and is thereby likely to confuse consumers.

48. Defendants' conduct is willful and in bad faith, intended to reap the benefit or goodwill of Plaintiff, and constitutes common law unfair competition.

49. The aforesaid conduct of Defendants is causing immediate and irreparable injury to Plaintiff and to its goodwill and reputation, and will continue both to damage Plaintiff and deceive the public unless enjoined by this Court. Plaintiff has no adequate remedy at law.

**SIXTH CLAIM FOR RELIEF FOR
DECEPTIVE TRADE PRACTICES
UNDER NEW YORK GENERAL BUSINESS LAW § 349**

50. Plaintiff repeats and re-alleges each and every allegation set forth in paragraphs 1 through 49 above, and incorporates them herein by reference.

51. By reason of the acts set forth above, Defendants have been and are engaged in deceptive acts or practices in the conduct of a business, trade or commerce in violation of Section 349 of the New York General Business Law.

52. The public is likely to be damaged as a result of Defendants' deceptive trade practices or acts.

53. On information and belief, Defendants have willfully and/or knowingly violated Section 349 of the New York General Business Law.

54. Unless enjoined by this Court under the provisions of Section 349 of the New York General Business Law, Defendants will continue their deceptive trade practices or acts, thereby deceiving the public and causing immediate and irreparable injury to Plaintiff. Plaintiff has no adequate remedy at law.

PRAYER FOR RELIEF

WHEREFORE, Plaintiff demands judgment as follows:

1. That an injunction be issued enjoining Defendants, and any employees, agents, servants, officers, representatives, directors, attorneys, successors, affiliates, assigns, and entities owned or controlled by Defendants, and all those in active concert and participation with Defendants, and each of them who receives notice directly or otherwise of such injunction from:

(a) making any representations of any kind in interstate commerce or commercial advertising or promotion that suggests that (i) Defendants, or any of them, own a copyright interest in and have a right to license the Compositions, or any of them; and (ii)

Plaintiff does not have a copyright interest in and a right to license the Compositions, or any of them; and,

(b) making or maintaining any filing with the United States Copyright Office or any governmental agency, any musical performing rights society, or any other entity in which ownership rights in the Compositions are claimed.

2. Declaring that Plaintiff is the owner of fifty percent (50%) of Mr. Way's copyright interest in the Compositions and that Defendants own no copyright interest in the Compositions.

3. Directing that Defendants make available to Plaintiff for review, inspection and copying all books, records (including all hard drives on computers used for business purposes, including servers, as well as all computer disks and back-up disks) and other documents concerning all revenue earned through licensing or otherwise exploiting any or all of the Compositions.

4. Requiring Defendants to account for and pay over to Plaintiff three times the profits realized by Defendants from their false designation of origin and false advertising concerning the right to license the Compositions.

5. Awarding Plaintiff its actual damages, trebled pursuant to 15 U.S.C. § 1117(a), arising out Defendants' acts of false designation of origin and false advertising.

6. Awarding Plaintiff its actual damages arising out of Defendants' slander of Plaintiff's title in and to the Compositions.

7. Awarding Plaintiff all gains, profits and advantages derived by Defendants from their violations of the law and/or their false assertions of a copyright interest in and a right to license the Compositions.

8. Awarding to Plaintiff interest, including prejudgment interest, on the foregoing sums.
9. Awarding Plaintiff its costs in this action, including reasonable attorneys' fees and expenses.
10. Awarding Plaintiff such other and further relief as the Court may deem just and proper.

Dated: New York, New York

May 16, 2008

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*Attorneys for Plaintiff Croomstacular Music
Publishing, Inc.*

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General Information

Title:

CRANK DAT SOULJA BOY

Publishers

Name (Controlled Entitled Parties are in Bold Face)	Society	Type	Own%	Territory	Collection%
ELEMENT 9 RECORDINGS	ASCAP	Original Publisher	50.00	World (WW)	50.00

Total Publisher Ownership 50.00%

Writers

Name (Controlled Entitled Parties are in Bold Face)	Society	Type	Ownership %
WAY, DEANDRE	BMI	Composer/Author	50.00

Total Writer Ownership: 50.00%

Recording Information

Album/CD Title

Album/CD Label

Catalog #

NU BLUD MGMT

Artist Name

SOULJA BOY

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Title

Type

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Alternative Title

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INTRO (Legal Title)

BMI Work #9378466

Songwriter/Composer

WAY DEANDRE

Current Affiliation

BMI

CAE/IPI #

531935063

Publishers

ELEMENT 9 HIP HOP

BMI

543175558

TAKING CARE OF BUSINESS MUSIC

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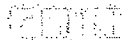
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CRANK DAT SOULJA BOY (Legal Title)

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Alternate Titles:

CRANK THAT

CRANK THAT SUPERMAN

CRANK DAT SOULJA BOY SUPERMAN

CRANK THAT SOULJA BOY

Songwriter/Composer

WAY DEANDRE

Current Affiliation

BMI

CAE/IPI #

531935063

Publishers

CROOMSTACULAR MUSIC INC

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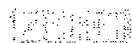
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BMI Work #9451459

Songwriter/Composer

WAY DEANDRE

WRIGHT J

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NA

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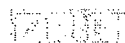
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CAE/IPI #

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ELEMENT 9 HIP HOP

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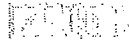
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I GOT ME SOME BAPES

Songwriter/Composer

WAY DEANDRE

Current Affiliation

BMI

CAE/IPI #

531935063

Publishers

ELEMENT 9 HIP HOP

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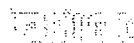
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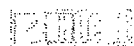
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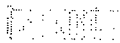
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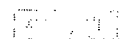
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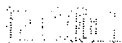
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